

IN THE UNITED STATES BANKRUPTCY COURT  
 FOR THE DISTRICT OF DELAWARE

In re: ) Chapter 11  
 )  
 W. R. GRACE & CO., et al.,<sup>1</sup> ) Case No. 01-01139 (JKF)  
 ) (Jointly Administered)  
 Debtors. ) Re: Docket No. 1140

**ORDER DENYING MOTION BY ZONOLITE ATTIC  
 INSULATION CLAIMANTS TO DISMISS DEBTORS' CHAPTER 11  
 BANKRUPTCY CASES PURSUANT TO 11 U.S.C. § 1112(b)**

*Upon the Motion by Zonolite Attic Insulation Claimants to Dismiss Debtors'*

*Chapter 11 Bankruptcy Cases Pursuant to 11 U.S.C. § 1112(b) (the "Motion"); and upon*  
 consideration of all the pleadings filed in connection therewith; and upon the consideration of all  
 arguments and evidence before the Court regarding the Motion at the February 25, 2002 omnibus  
 hearing in these above-captioned chapter 11 cases; *on the reasons expressed on record,* the Court finding that the Debtors filed for  
 chapter 11 relief, in part, to manage the hundreds of thousands of asbestos-related claims filed  
 against them; and sufficient cause appearing therefore;

<sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

IT IS HEREBY ORDERED THAT:

1. The Motion is DENIED with prejudice, as the Debtors have not filed their respective voluntary chapter 11 petitions in bad faith.
2. This Court shall retain jurisdiction to hear and determine all matters related to the entry of this Order.

Dated: 2/27, 2002.

  
The Honorable Judith K. Fitzgerald  
United States Bankruptcy Judge

MOVANT SHALL IMMEDIATELY SERVE A COPY OF THIS ORDER ON ALL PARTIES TO THIS CASE AND PROVIDE A COPY OF SERVICE WITH THE CLERK OF THE BANKRUPTCY COURT WITHIN (5) DAYS.